

SEP 23 1976

*Dwight P. Davis*  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF

*etc*  
HICKMAN-FULTON COUNTY RIVERPORT AUTHORITY

We, the undersigned, being of lawful age, for the purpose of forming a body politic and corporate under and pursuant to the provisions of KRS 65.510 to 65.650 and KRS 273.161 to 273.390 to hereby associate ourselves on behalf of our respective governmental units pursuant to authority duly vested in us by our said governmental units, reference being made to Exhibit A attached hereto, as a body politic and corporate and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be the Hickman-Fulton County Riverport Authority. *INC.*

ARTICLE II

The duration of the Authority shall be perpetual.

ARTICLE III

The nature of the business, objects and purposes to be transacted, promoted and carried on are:

1. To establish, maintain, operate and expand necessary and proper riverport and river navigation facilities, and to acquire and develop property, or rights therein, within the economic environs of the riverport, to attract directly or indirectly river oriented industry.
2. To promote and develop navigation, river transportation, riverports, and riverport facilities and to attract industrial or commercial operations to the property held as industrial parks.

3. To fix rates, charges and fees, from time to time, by contract or by publishing general rates, charges or fees for commercial vendors, concessionaires or other persons for the use or occupancy of riverport facilities under such terms and conditions as the Authority may deem to be in the best interest of maintaining, operating or expanding necessary riverport facilities, and the public use thereof.

4. With the consent of the legislative unit in which property to be condemned is located, to direct the condemnation of any property.

5. To apply for, receive authorization for, establish and operate a foreign trade zone, as permitted by 19 USC Section 81, provided approval is obtained from the Kentucky Port and River Development Commission.

6. To apply to the respective governmental units for annual appropriations and to apply to said units for the levy of a tax for the purposes above enumerated.

7. To borrow money from any source on the Authority's own credit in anticipation of revenue to be derived from taxes, appropriations or other income; to pledge its assets, including, but not by way of limitations, real or personal property held for the purposes contemplated in KRS 65.510 to 65.650 as security for moneys borrowed.

8. To issue revenue bonds for the purposes of defraying the cost of acquiring any real or personal property for the purposes contemplated in KRS 65.510 to 65.650.

9. To contract with any person or governmental agency for the use of the riverport and riverport facilities.

10. To receive gifts, grants and loan proceeds from any person or any federal or state governmental agency for the purposes hereinabove enumerated.

11. The foregoing clauses shall be construed as objects and powers and it is hereby expressly provided that the foregoing innumeration of these specific powers shall not be held to limit or restrict in any manner the powers of the Authority to generally carry on the business of a Riverport Authority contemplated by KRS 65.510 to 65.650 and to have and exercise all the powers conferred by the State of Kentucky upon non-stock, non-profit corporations formed under the laws of the State of Kentucky.

#### ARTICLE IV

The Authority shall not afford pecuniary gain, incidentally or otherwise to any of its members except that the members of the Authority shall be reimbursed for any actual and necessary expenses incurred by them in the conduct of the affairs of the Authority.

#### ARTICLE V

The address of the Authority's registered office in this State shall be 202 Jackson Street, Hickman, Kentucky and the name and address of the corporation's registered agent shall be Paul R. Westpheling, *202 Jackson Street, Hickman,* ~~West State Line Road, Fulton,~~ Kentucky. On the expiration of his term of office the registered agent shall be the chairman of the Authority.

#### ARTICLE VI

The Authority shall be composed and constituted of six members to be appointed jointly by the Fulton County Judge and the Mayor of the City of Hickman who shall also appoint their successors. The present members of the Authority, duly appointed, are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Paul R. Westpheling	West State Line Road, Fulton, Ky.
James H. Jackson	1113 Moscow Ave., Hickman, Ky.
Porter L. Glidewell	R.F.D.#1, Hickman, Kentucky
Bert Yarbrow, Jr.	R.F.D.#1, Hickman, Kentucky
Eva Tomlin	105 Carroll Street, Hickman, Ky.
Fred Stokes, Jr.	408 Catlett Street, Hickman, Ky.

ARTICLE VII

The names and addresses of the incorporators of the Authority are as follows:

James C. Menees, whose address is ~~Cayce~~, <sup>Route #4, Hickman,</sup> Kentucky, acting for and on behalf of the Fiscal Court of Fulton County, Kentucky pursuant to an order of said Court duly adopted, published and recorded by said Court.

Richard H. White, whose address is 1200 Moscow Avenue, Hickman, Kentucky, acting for and on behalf of the City of Hickman, Kentucky, pursuant to authority of an ordinance of said municipality duly adopted, published and recorded by the Board of Commissioners of the said City.

IN TESTIMONY WHEREOF, witness the hands of the foregoing incorporators on this the 21<sup>st</sup> day of September, 1976.

*James C. Menees*  
James C. Menees

*Richard H. White*  
Richard H. White, M.D.

STATE OF KENTUCKY  
COUNTY OF FULTON

I, Brantly D. Amberg, a Notary Public in and for the above named State and County, certify that on this day and date the foregoing Articles of Incorporation of the Hickman-Fulton County Riverport Authority were produced to me in my said County and were acknowledged before me by James C. Menees, to be his act and deed and the act and deed of Fulton County, Kentucky by himself as Judge of said County, pursuant to an order of the Fiscal Court of said County, and by Richard H. White to be his act and deed and the act and deed of the City of Hickman, Kentucky by himself as Mayor of said municipality pursuant to authority of an Ordinance of said City, all for the uses and purposes therein expressed.

Witness my hand and seal of office on this 21<sup>st</sup> day of September, 1976.

*Brantly D. Amberg*  
Notary Public

My Commission expires July 26, 1980.

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

DREXELL R. DAVIS  
*Secretary*



FRANKFORT,  
KENTUCKY

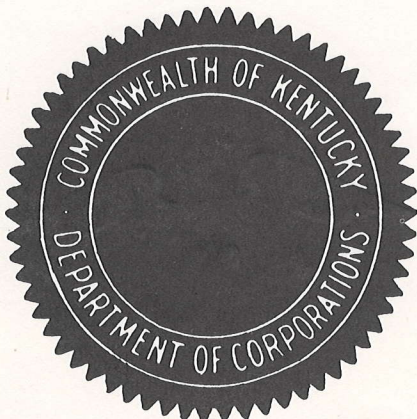
## CERTIFICATE OF INCORPORATION OF NON-STOCK, NON-PROFIT CORPORATION

I, *DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky* certify that there has been delivered to my office articles of incorporation of  
HICKMAN-FULTON COUNTY RIVERPORT AUTHORITY, INC.

*The name and address of the registered agent of this corporation is*

PAUL R. WESTPHELING  
NAME  
202 JACKSON STREET  
STREET ADDRESS  
HICKMAN, KENTUCKY 42050  
CITY, STATE

*NOW, THEREFORE, finding that these articles of incorporation conform to law and that all fees therefore having been paid as prescribed by law, I, DREXELL R. DAVIS, Secretary of State, issue this Certificate of Incorporation.*



Issued this 23rd day of SEPTEMBER, 19 76,  
at *Frankfort, Kentucky.*

*Drexell R. Davis*  
SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

MAJOR & MAJOR, PLLC

ATTORNEYS-AT-LAW

203 E. MOULTON STREET

HICKMAN, KENTUCKY 42050

PHONE: 270-236-7093

FAX: 270-236-7094

E-MAIL: major\_major@bellsouth.net

RICHARD L. MAJOR, JR.

AMANDA A. MAJOR

February 3, 2023

Marta Elliott  
USDA Rural Development  
1000 Commonwealth Drive  
Mayfield, KY 42066

RE: Hickman-Fulton County Riverport Authority Inc. Evidence of Legal Establishment

Dear Mrs. Elliott:

It is my opinion that the Organization Name of Hickman-Fulton County Riverport Authority Inc., Kentucky, was properly established in accordance with the provisions of Kentucky Revised Statute 65.510-65.650. The Organization Name was incorporated on September 23, 1976. The Organization Name remains in continued existence and presently exists under the laws of Kentucky.

If you have any questions, comments, or require additional information, please do not hesitate to contact me.

Sincerely,



Richard L. Major, Jr.